

Beth A. Wilkinson (*pro hac vice*)
 bwilkinson@wilkinsonstekloff.com
 Rakesh N. Kilaru (*pro hac vice*)
 rkilaru@wilkinsonstekloff.com
 Kieran Gostin (*pro hac vice*)
 kgostin@wilkinsonstekloff.com
 Grace Hill (*pro hac vice*)
 ghill@wilkinsonstekloff.com
 Anastasia M. Pastan (*pro hac vice*)
 apastan@wilkinsonstekloff.com
WILKINSON STEKLOFF LLP
 2001 M Street NW, 10th Floor
 Washington, DC 20036
 Telephone: (202) 847-4000
 Facsimile: (202) 847-4005

Bambo Obaro
 bambo.obaro@weil.com
WEIL, GOTSHAL AND MANGES
 201 Redwood Shores Parkway
 Redwood Shores, CA 94065
 Telephone: (650) 802-3083

Counsel for Microsoft Corporation

[Additional Counsel Identified on Signature Page]

UNITED STATES DISTRICT COURT
 FOR THE NORTHERN DISTRICT OF CALIFORNIA
 SAN FRANCISCO DIVISION

FEDERAL TRADE COMMISSION,

 Plaintiff,

 v.

 MICROSOFT CORPORATION and
 ACTIVISION BLIZZARD, INC.,

 Defendants.

Case No. 3:23-cv-02880-JSC

**DECLARATION OF ALYSHA BOHANON
 IN SUPPORT OF DEFENDANT
 MICROSOFT CORPORATION'S
 STATEMENT IN RESPONSE TO
 PLAINTIFF FEDERAL TRADE
 COMMISSION'S ADMINISTRATIVE
 MOTIONS TO CONSIDER WHETHER
 ANOTHER PARTY'S MATERIAL
 SHOULD BE SEALED (CIVIL L.R. 79-
 5(f)(3)) [ECF NOS. 128, 183, 200, AND 213]**

Dept.: Courtroom 8—19th Floor
 Judge: Honorable Jacqueline S. Corley

1 I, Alysha Bohanon, hereby declare under penalty of perjury that the following is true and correct:

2 1. I am an Associate at Wilkinson Stekloff LLP and am counsel for Defendant Microsoft
3 Corporation (“Microsoft”) in the above-captioned matter. I submit this declaration in support of
4 Microsoft’s Statement in Response to Plaintiff Federal Trade Commission’s Administrative Motions to
5 Consider Whether Another Party’s Material Should Be Sealed. In my role, I have personal knowledge
6 of Microsoft’s use and protection of non-public, highly sensitive, and confidential business information,
7 including the information at issue here.

8 2. I have personal knowledge of the facts set forth in this Declaration and, if called as a
9 witness, could and would competently testify to them.

10 3. I have reviewed and am familiar with the portions of Plaintiff’s Exhibit Lists that Plaintiff
11 filed under seal because they contained information designated by Microsoft as “Confidential.” Such
12 information is identified in Plaintiff’s Administrative Motions to Consider Whether Another Party’s
13 Material Should be Sealed (ECF Nos. 128, 183, 200, 213) (“Administrative Motions”).

14 4. As set forth in the Statement in Response to the Administrative Motions, certain limited
15 portions identified in Plaintiff’s Administrative Motions contain non-public and highly sensitive
16 information, including, but not limited to, information reflecting Microsoft’s internal decision-making
17 processes, investment decisions, assessment of the competitive landscape, strategic evaluation of
18 forward-looking opportunities, business partnerships, existing confidential agreements, and internal
19 discussions of business strategy.

20 5. This information could be used to injure Microsoft if made publicly available, and it
21 would cause competitive harm to Microsoft if the above information was publicly disclosed. For
22 example, disclosure of this information would give Microsoft’s competitors insight into Microsoft’s
23 strategies, plans, and assessments regarding potential opportunities, and those competitors may alter their
24 strategic plans or offerings if they knew Microsoft’s strategies and plans. Disclosure of this information
25 would also harm Microsoft by allowing its competitors to circumvent the time and resources expended
26 by Microsoft in developing its internal practices and strategies. Disclosure of this information would
27 further harm Microsoft’s negotiating position with its business partners.
28

1 6. Microsoft takes robust measures to maintain the confidentiality of all the above-described
2 information, including limiting internal disclosure of some of this information to persons on a need-to-
3 know basis, and does not disclose it publicly. All of this information was designated as confidential
4 pursuant to Section 21 of the FTC Act, 15 U.S.C. § 57b-2, and/or as Confidential pursuant to the
5 Protective Order Governing Confidential Material entered on December 9, 2022 in *In the matter of*
6 *Microsoft Corp. & Activision Blizzard, Inc.* Docket No. 9412 (FTC). This information is also
7 Confidential under the operative protective order in this case (ECF Nos. 115-1, 170). For these reasons,
8 Microsoft respectfully requests that the Court order the portions set forth in its Statement in Response to
9 the Administrative Motions to be sealed.

10 I declare under penalty of perjury under the laws of the United States that the foregoing is true
11 and correct to the best of my knowledge.

12
13 Dated: June 27, 2023

/s/ Alysha Bohanon
Alysha Bohanon